

So Ordered.

Signed this 17 day of May, 2019.



Margaret Cangilos-Ruiz
United States Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF NEW YORK

In re:))
CENTERSTONE LINEN SERVICES, LLC,)	Case Nos.
ATLAS HEALTH CARE LINEN SERVICES CO., LLC,)	18-31754 (main case)
ALLIANCE LAUNDRY & TEXTILE SERVICE, LLC,)	18-31753
ALLIANCE LAUNDRY AND TEXTILE SERVICE OF)	18-31755
ATLANTA, LLC, and)	18-31756
ALLIANCE LTS WINCHESTER, LLC)	18-31757
<i>d/b/a Clarus Linen Systems</i> ¹ ,)	Chapter 11 Cases
)	Jointly Administered
Debtors.))
))

**SECOND ORDER AMENDING FINAL ORDER (I) AUTHORIZING THE DEBTORS
TO (A) OBTAIN POST-PETITION FINANCING ON A SUPER-PRIORITY,
SENIOR SECURED BASIS AND (B) USE CASH COLLATERAL; (II) GRANTING
(A) LIENS AND SUPER-PRIORITY CLAIMS AND (B) ADEQUATE
PROTECTION TO CERTAIN PREPETITION LENDERS; (III) MODIFYING
THE AUTOMATIC STAY; AND (IV) GRANTING RELATED RELIEF**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Centerstone Linen Services, LLC d/b/a Clarus Linen Systems (5594) ("Centerstone"); Atlas Health Care Linen Services Co., LLC d/b/a Clarus Linen Systems (2681) ("Atlas"); Alliance Laundry & Textile Service, LLC d/b/a Clarus Linen Systems (8284) ("Alliance"); Alliance Laundry and Textile Service of Atlanta, LLC d/b/a Clarus Linen Systems (4065) ("Atlanta"); and Alliance LTS Winchester, LLC d/b/a Clarus Linen Systems (0892) ("Winchester").

With the consent of the Debtors, the DIP Agent, the DIP Lenders, the Committee and the U.S. Trustee, the provisions set forth in this Court's final debtor in possession financing and cash collateral order entered on February 14, 2019 at Docket No. 234 (the "Final DIP Order")², the amended final debtor in possession financing and cash collateral order entered on April 19, 2019 at Docket No. 357 (the "Amended Final DIP Order") and the Stipulation and Order Extending Challenge Period with Respect to Certain Claims and Correcting a Typographical Error entered on April 10, 2019 at Docket No. 347 (the "Stipulation"), and subject to all qualifications therein, are hereby amended by this Order, as set forth below. As agreed to by the Debtors, the DIP Agent, the DIP Lenders, the Committee and the U.S. Trustee, the budget attached to this Order as **Exhibit 1** is approved and supplements the Budgets attached to the Final DIP Order and the Amended Final DIP Order.

The following amendments ("Amendments") to the Final DIP Order, the Amended Final DIP Order and the Stipulation are hereby approved, which Amendments have been agreed to by the Debtors, the DIP Agent, the DIP Lenders, the Committee and the U.S. Trustee:

1. Subsection (e) of Paragraph 26 of the Final DIP Order and Amended Final DIP Order is deleted and restated as follows:

"(e) obtaining entry of an Order approving the Proposed Northern Asset Sale(s) on or before May 24, 2019;"

2. Subsection (f) of Paragraph 26 of the Final DIP Order and Amended Final DIP Order is deleted and restated as follows:

"(f) closing of the Proposed Northern Asset Sale(s) on or before May 31, 2019;"

3. Subsection (g) of Paragraph 26 of the Final DIP Order and Amended Final DIP Order is deleted and restated as follows:

² Capitalized terms used but not defined herein shall have the meanings given to them in the Final DIP Order.

“(g) closing the sale(s) of the Remaining Assets on or before May 31, 2019.”

4. Clause (iv) of Paragraph 28 of the Final DIP Order and Amended Final DIP Order is deleted and restated as follows:

“(iv) May 31, 2019.”

5. Paragraph 2 of the Stipulation is deleted and restated as follows:

“The Challenge Period solely as to claims concerning the Disputed Collateral is hereby extended through and including June 14, 2019.”

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